

EXHIBIT 12

SALE / MAINTENANCE AGREEMENT

THE DOCUMENT COMPANY
XEROXCustomer's Legal Name (Bill to) TECHNIGRAPHIX AWAYLY OWNEDName Overflow (if needed) SUBSIDIARY OF PHOENIX COLOR CORP.Street Address 22977 EAGLEWOOD CT.

Box#/Routing

City, State STERLING, VAZip Code 20166

Tax ID#

Customer Name (Install) PHOENIX COLOR CORP.

Name Overflow (if needed)

Installed at Street Address 18249 Phoenix Dr.

Floor/Room/Routing

City, State HARBERTOWN, MDZip Code 21742

County Installed In

Customer Requested Install Date 8/30/99

Check all that apply

 Tax Exempt (Certificate Attached) Assoc./Coop. Name: _____ Negotiated Contract #: _____ Attached Customer P.O. #: Supplies: _____

Sale: _____ Maint.: _____

 State or Local Government Customer Replacement/Modification of Prior Xerox Agreement

Agreement covering Xerox Equipment Serial# (or 95#): _____

is hereby modified replaced. Effective Date: ____/____/____

Comments: _____

 Installment Sales Information

Total Int.

Install. Sale Term: ____ mo. Int. Rate: ____ % Payable: \$ _____

 Prepaid Invoice: ____ months Refin. of Prior Agmnt.: Xerox (95#) 3rd Party Eq.

Amt Refin: \$ _____ Int Rate: ____ % Total Int Payable: \$ _____

 Maintenance InformationMaintenance Term: 60 months Supplies included in Base/Print Charges

Cash Sale/Installment Sale - Payment Information

Product (with serial number, if in place equipment)	Qty	Prev Install	Fin'l Interim	Cust Install	Warr # mo	List Price (Total)	Down Payment	Total Discount (Inc. Trade-In)	Net Price (Total)
<u>PHOTOCENTER 6180</u>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		\$	\$	\$	\$
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		\$	\$	\$	\$
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		\$	\$	\$	\$
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		\$	\$	\$	\$
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		\$	\$	\$	\$

\$ 0 - MONTHLY INSTALLMENT SALE PAYMENT (exc. of applic. taxes)

Maintenance Agreement Price Information

 Adjustment Period (Maintenance Agreement Only)

Period A - Mos. Affected:		Period B - Mos. Affected:	
Monthly Base Charge	<u>\$ 1315</u>	Monthly Base Charge	\$
Print Charge Meter 1:		Print Charge Meter 1:	
Prints 1 -	\$	Prints 1 -	\$
Prints -	\$	Prints -	\$
Prints -	\$	Prints -	\$
Print Charge Meter 2:		Print Charge Meter 2:	
Prints 1 -	\$	Prints 1 -	\$
Prints -	\$	Prints -	\$

Mo. Min.# of Prints

Mo. Min.# of Prints

(based on Meter 1 Print Charges)

(based on Meter 1 Print Charges)

Mo. Min.# of Prints

(based on Meter 1 Print Charges)

 Purchased Supplies Cash Financed Contract# Application Software

Reorder #	Qty	Description	Price	Software Title	Initial License Fee	Annual Renewal Fee
			\$		\$	\$
			\$		\$	\$
			\$		\$	\$
			\$		\$	\$
Total Price =			\$	Total Initial License Fees =	\$	

 Trade-In Allowance Final Principal Payment# K-16 Billing

Suspension

(check 1 as required)

Months affected

 June only July only August only June - July July - August

Additional Options (check all that apply)

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Descript

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form#

EXHIBIT

12

ALL-STATE LEGAL®

form#

form#

Agreement Presented By:

Name Bruce NussbaumPhone 202 462 7476

Xerox Corporation - Acceptance By:

Name _____ Date _____

Signature _____

Form 51858 (10/97)

Customer:

Name Donald TrenPhone 703 834-1111Title VP Phoenix ColorDate 8/26/99Signature Donald Tren

LEASE AGREEMENT

THE DOCUMENT COMPANY
XEROXCustomer's Legal Name (Bill to) TECHNIGRAPHIX A WHOLLY OWNED Check all that applyName Overflow (if needed) SUBSIDIARY OF PHOENIX COLOR CORP Tax Exempt (Certificate Attached)Street Address 22977 TABLEWOOD CT Assoc./Coop. Name:

Box#/Routing

 Negotiated Contract #: 070716806City, State STERLING, VA Attached Customer P.O. #: Supplies:Zip Code 20166

Lease:

Tax ID#

 State or Local Government Customer

Int. Rate: ____ % Total Int. Payable: \$ _____

Customer Name (Install) PHOENIX COLOR Replacement/Modification of Prior Xerox Agreement

Name Overflow (if needed)

Agreement covering Xerox Equipment Serial# (or 95#):

Installed at Street Address 18249 PHOENIX DRis hereby modified. replaced. Effective Date: 1/1

Floor/Room/Routing

Comments:

City, State HAGERSTOWN MD

Lease Information

Zip Code 21742Lease Term: 60 months

County Installed In

 Supplies included in Base/Print ChargesCustomer Requested Install Date 9/29/99 Refin. of Prior Agmt.: Xerox (95#) 3rd Party Eq.

Amt Refin: \$ _____ Int Rate: ____ % Total Int. Payable: \$ _____

Lease Payment Information

Product
(with serial number, if in place equipment)Purchase
OptionDown
PaymentPrev
InstallFin'l
InterimCust
Install

<u>(1) DIGIPATH</u>	<u>(1) TWIN PAIR</u>	\$ <u>FMV</u>	\$	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>(1) DIGIPCA</u>		\$ <u>FMV</u>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>(1) ADDSCAN-A</u>		\$ <u>FMV</u>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>(1) OPTICAL-A</u>		\$ <u>FMV</u>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>(1) MRTBL</u>		\$ <u>FMV</u>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\$ 1951 - MINIMUM MONTHLY LEASE PAYMENT (excl. of applic. taxes)

Price Information

 Adjustment Period

Period A - Mos. Affected:

Monthly Base Charge	\$ <u>1951</u> - Monthly Base Charge	\$
Print Charge Meter 1:	Print Charge Meter 1:	\$
Prints 1 - <u>∞</u>	\$ <u>0</u> Prints 1 -	\$
Prints -	\$ <u>0</u> Prints -	\$
Prints -	\$ <u>0</u> Prints -	\$
Print Charge Meter 2:	Print Charge Meter 2:	\$
Prints 1 -	\$ <u>0</u> Prints 1 -	\$
Prints -	\$ <u>0</u> Prints -	\$

Mo. Min.# of Prints
(based on Meter 1 Print Charges): _____

Period B - Mos. Affected:

Monthly Base Charge	\$
Print Charge Meter 1:	\$
Prints 1 -	\$
Prints -	\$
Prints -	\$
Print Charge Meter 2:	\$
Prints 1 -	\$
Prints -	\$

Mo. Min.# of Prints
(based on Meter 1 Print Charges): _____ Purchased Supplies Cash Financed Contract# Application Software

Reorder #	Qty	Description	Price
			\$
			\$
			\$
			\$
Total Price =			\$

Software Title	Initial License Fee	Annual Renewal Fee
	<input type="checkbox"/> Cash	<input type="checkbox"/> Finance
	\$	\$
	\$	\$
	\$	\$
Total Initial License Fees =	\$	

 Trade-In Allowance Final Principal Payment# K-16 Billing

Manufacturer	Model/Serial #	Allowance
		\$
		\$
		\$

 Suspension

(check 1 as required)

Months affected

 June only July only August only June - July July - August

Total Allowance = \$ _____

Total Allowance Applied to: Trade-In Equipment Balance: \$ _____ Price of Replacement Equip.: \$ _____

Additional Options (check all that apply)

- Run Length Plan Fixed Price Plan
- Per-Foot Pricing
- Extended Service Hours:
Description: ____ /\$ ____ mo.
- Comp. Replacement Program: \$ _____
- Attached Addenda
form# _____ form# _____

Customer:

Name DON THOMPSON Phone 703 834 1111
Title V.P. Phoenix Color Date 9/27/99
Signature Don Thompson